

## **Exhibit 4**



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**Via Certified Mail**

December 20, 2022

Our File No. 1085-01

2U, Inc.  
7900 Harkins Road  
Lanham, MD 20706

**Re: Notice of Violations of Section 1770 of California's Consumers Legal Remedies Act**

TO WHOM IT MAY CONCERN:

This letter serves as a notice and demand for corrective action on behalf of our clients, Iola Favell, Mariah Cummings, Sue Zarnowski, and all other persons similarly situated, arising from violations of numerous provisions of California law, including the California Consumers Legal Remedies Act (“CLRA”), California Civil Code § 1770, *et seq.*, including but not limited to subsections 1770(a)(1), (2), (3), (5), (7), (9), and (14).

For over a decade, 2U, Inc. (“2U”) and University of Southern California (“USC”) (collectively, “Defendants”) have (1) participated in the submission of fraudulent and erroneous data to U.S. News & World Report (“US News”) to artificially inflate the USC Rossier School of Education’s (“USC Rossier”) rankings in US News’ annual Best Graduate Education Schools rankings; and (2) and promoted those false rankings to students considering Defendants’ online programs.

Specifically, as USC has repeatedly admitted, and as detailed in the April 27, 2022 report authored by USC’s counsel at Jones Day, for many years, USC Rossier’s responses to US News’ data-gathering surveys omitted data regarding the School’s Doctor of Education (EdD) programs. The report states that the data submitted was inaccurate in many respects, including specifically and consistently in regards to USC Rossier’s “student selectivity”—an important metric in determining a graduate education school’s US News ranking.

Defendants worked in concert to submit false rankings data to US News, and subsequently leveraged the fraudulently procured Best Graduate Education Schools ranking to drive increased enrollment in USC Rossier’s online degree programs. 2U supported these programs and received a share of tuition for the students it enrolled. To make matters worse, Defendants promoted this ranking to prospective online degree students despite the fact that, during the relevant time period, USC Rossier was never a top ranked school in US News’ separate Best Online Education Programs rankings. In fact, the only record of USC’s appearance on that list is from 2013, when it ranked just #44th.

Defendants’ scheme created the false impression among prospective students that USC Rossier’s online degree offerings were prestigious, academically rigorous, and competitive, even though this was not the case. This strategy has greatly enriched both Defendants at the expense of the students they have defrauded.

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Our clients are three victims of Defendants' years-long scheme. Ms. Favell and Ms. Cummings relied on USC Rossier's fake rankings when they decided to attend USC Rossier's Online Master's in Teaching ("MAT") program. Ms. Zarnowski similarly relied on these false rankings when she decided to attend USC Rossier's Doctor of Education in Organizational Change and Leadership program. Each of our clients were familiar with the importance of the US News rankings in making enrollment decisions. Each of our clients, while deciding where to enroll, viewed various advertisements and Rossier webpages that promoted USC Rossier's Best Graduate Education Schools rankings. None of our clients would have knowingly enrolled in USC Rossier's expensive online degree programs to obtain a degree from an online education program that was falsely marketed as prestigious, rigorous, and highly selective.

Ms. Favell, Ms. Cummings, and Ms. Zarnowski are acting on behalf of a class defined as all students enrolled in an online graduate degree program at USC Rossier from April 1, 2009 through April 27, 2022.

To cure the defects described above, we demand that within 30 days, Defendants make full restitution to all affected students.

We further demand that you preserve all documents and other evidence, created at any time, which refer or relate to any of the above-described practices, including, but not limited to, the following:

1. All documents concerning the decision to submit incomplete, inaccurate, or otherwise false data to US News on behalf of USC Rossier, including all communications between and among Defendants' employees and representatives regarding this decision, and any communications between Defendants and US News.
2. All documents reflecting questions, complaints, or comments about USC's reporting obligations when completing survey responses for any US News ranking of education graduate schools, including those between and among Defendants' employees and representatives regarding this decision, and those between either Defendant and US News.
3. All documents referenced in Section II of the April 27, 2022 Jones Day report, including all documents created, gathered, reviewed, or exchanged in connection with all notifications, reviews, surveys, interviews, and analyses described therein.
4. All documents reflecting Defendants' policies, practices, standards and criteria for admissions-related decisions for USC Rossier's online graduate programs, including any limitations on enrollment numbers.
5. All documents reflecting Defendants' policies, practices, standards and criteria for marketing and recruiting for USC Rossier's online graduate programs, including any instructions pertaining to the disclosure of 2U's involvement and role.
6. All documents reflecting USC Rossier's data on admissions, selectivity, and enrollment in all of its online graduate degree programs from January 1, 2009 through April 27, 2022.

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7. All documents concerning any marketing materials created or commissioned by Defendants regarding USC Rossier's US News rankings, including complete historical copies of your websites, and all graphics, image files, texts, videos, or other creatives that were disseminated via online advertising platforms.
8. All documents reflecting any online advertising buys, including Google search term bid records, for USC Rossier generally and for its online degrees.
9. Documents sufficient to identify all class members, including their dates of application, dates of enrollment, program(s), federal student loans borrowed, and amounts paid.
10. All documents reflecting revenue earned by Defendants from students enrolled in any online graduate program at USC Rossier from April 1, 2009 through April 27, 2022.
11. All documents regarding USC Rossier's participation in and/or withdrawal from US News' Best Online Education Schools rankings.
12. All documents relating to the decisions to withdraw USC Rossier from the US News ranking of Best Graduate Education Schools, including its decision that was announced on December 15, 2022.
13. All documents relating to Defendants' contractual relationship with one another.

We hope that Defendants will take this opportunity to provide transparency and redress to those current and former students who were harmed by Defendants' misleading rankings campaign. If you would like to discuss the claims and demands, please contact me at your earliest convenience.

Very truly yours,



Kristen G. Simplicio

Cc: Anna C. Haac, Esq.  
Cameron Partovi, Esq.  
Eric Rothschild, Esq.